

Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation: DEW Foundation. A Employer identification number: 26-2169255. B Telephone number: (903) 617-6331. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 31,289,272. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), with a total of 1,358,621 for disbursements and 1,545,104 for excess revenue.

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	408,444	288,685	288,685		
	<b>2</b>	Savings and temporary cash investments . . . . .	1,751,688	1,746,035	1,746,035		
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .					
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)					
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	26,587,352 <input checked="" type="checkbox"/>	29,254,552	29,254,552		
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .					
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b>	Other assets (describe ▶ _____)						
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	28,747,484	31,289,272	31,289,272			
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .	5,165				
	<b>18</b>	Grants payable . . . . .					
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)					
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	5,165	0				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	<b>24</b>	Unrestricted . . . . .					
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .					
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund					
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds	28,742,319	31,289,272			
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	28,742,319	31,289,272				
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	28,747,484	31,289,272				

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	28,742,319
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	1,545,104
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	<b>3</b>	1,001,849
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	31,289,272
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	31,289,272

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b> Capital Gain Dividends			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			
<b>b</b>			22,662
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	2,163,335
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013			
2012			
2011			
2010			
2009			

<b>2</b> Total of line 1, column (d).	<b>2</b>	
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	<b>4</b>	
<b>5</b> Multiply line 4 by line 3.	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	
<b>7</b> Add lines 5 and 6.	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4.	<b>8</b>	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	49,797
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	49,797
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	49,797
<b>6</b>	Credits/Payments		
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	50,000
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	50,000
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	210
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	7
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <input type="checkbox"/>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		No
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	Yes	

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	<b>11</b>	<b>No</b>
<b>12</b>	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<b>12</b>	<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>
<b>14</b>	The books are in care of <b>Dawn Franks</b> Telephone no <b>(903) 617-6331</b> Located at <b>821 E Southeast Loop 323 Ste 590 Tyler TX</b> ZIP +4 <b>75701</b>		
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>		
<b>16</b>	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	<b>16</b>	<b>Yes</b> <b>No</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
<b>1a</b>	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>1b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>	<b>No</b>
<b>1c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? <input type="checkbox"/>	<b>1c</b>	<b>No</b>
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
<b>a</b>	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
<b>2b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions) <input type="checkbox"/>	<b>2b</b>	<b>No</b>
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>3b</b>	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ) <input type="checkbox"/>	<b>3b</b>	<b>No</b>
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>4b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	<b>4b</b>	<b>No</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p><b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p><b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<b>5b</b>	<b>No</b>
<b>6b</b>	<b>6b</b>	<b>No</b>
<b>7b</b>	<b>7b</b>	<b>No</b>

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Dale Walsh 106 Swede Canyon Boerne, TX 78006	President 1 00	0		
Edna Mae Walsh 106 Swede Canyon Boerne, TX 78006	Sec/Treas 1 00	0		

**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**


(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total** number of other employees paid over \$50,000.

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total** number of others receiving over \$50,000 for professional services. . . . . 

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . 

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	28,106,554
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	2,267,598
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	30,374,152
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	30,374,152
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	455,612
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	29,918,540
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	1,495,927

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	1,495,927
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5. . . . .	<b>2a</b>	49,797
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	49,797
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	1,446,130
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	1,446,130
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	1,446,130

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	1,358,621
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,358,621
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	1,358,621

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
<b>1</b> Distributable amount for 2014 from Part XI, line 7				1,446,130
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .				
<b>b</b> Total for prior years 20__ , 20__ , 20__				
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				2,252,106
<b>b</b> From 2010. . . . .				524,819
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				12,881
<b>e</b> From 2013. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	2,789,806			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>1,358,621</u>				
<b>a</b> Applied to 2013, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .				1,358,621
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	87,509			87,509
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,702,297			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	2,164,597			
<b>9</b> <b>Excess distributions carryover to 2015.</b> Subtract lines 7 and 8 from line 6a . . . . .	537,700			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .				524,819
<b>b</b> Excess from 2011. . . . .				
<b>c</b> Excess from 2012. . . . .				12,881
<b>d</b> Excess from 2013. . . . .				
<b>e</b> Excess from 2014. . . . .				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . .

**b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2014</b>	<b>(b) 2013</b>	<b>(c) 2012</b>	<b>(d) 2011</b>	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

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**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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**a** The name, address, and telephone number or email address of the person to whom applications should be addressed

---

**b** The form in which applications should be submitted and information and materials they should include

---

**c** Any submission deadlines

---

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a</b> <i>Paid during the year</i> See Additional Data Table Additional Data Table</p>				
<p><b>Total</b> . . . . . <b>▶ 3a</b></p>				<p>1,285,900</p>
<p><b>b</b> <i>Approved for future payment</i></p>				
<p><b>Total</b> . . . . . <b>▶ 3b</b></p>				



Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash... (2) Other assets... b Other transactions (1) Sales of assets... (2) Purchases of assets... (3) Rental of facilities... (4) Reimbursement arrangements... (5) Loans or loan guarantees... (6) Performance of services... c Sharing of facilities... d If the answer to any of the above is "Yes," complete the following schedule.

Table with columns for Yes/No and rows for 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

Table with columns (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, and (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Table with columns (a) Name of organization, (b) Type of organization, and (c) Description of relationship.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Paid Preparer Use Only: Print/Type preparer's name (Walter K Wilhelm), Preparer's Signature, Date (2015-11-04), Check if self-employed, PTIN (P00111966), Firm's name (Prothro Wilhelm & Company PLLC), Firm's address (6855 Oak Hill Blvd Tyler, TX 75703), Firm's EIN, and Phone no (903) 534-8811.

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN FEDERATION FOR CHILDREN 1660 K STREET NW SUITE 1000 WASHINGTON,DC 20036		PC	Operational funding	5,000
ANIMAL ARK PO BOX 60057 RENO,NV 89506		PC	OPERATIONAL FUNDING	5,000
ASSISTANCE LEAGUE OF RENO-SPARKS PO BOX 7376 RENO,NV 89510		PC	RESCUE RESPONSE	1,500
BACK COUNTRY HORSEMEN EDUCATION FOA PO BOX 1367 GRAHAM,WA 98338		PC	OPERATIONAL FUNDING	25,000
BARDINI FOUNDATION 515 SIERRA STREET BISHOP,CA 93514		PC	OPERATIONAL FUNDING	4,000
BERGHEIM VOLUNTEER FIRE DEPARTMENT PO BOX 4141 BERGHEIM,TX 78004		PC	OPERATIONAL FUNDING	10,000
BIBLE TELLING 2905 GILL STREET BLOOMINGTON,IL 61704		PC	OPERATIONAL FUNDING	34,600
BOY SCOUT DEN 5 PACK 512 2741 CHESHIRE CT RENO,NV 89523		PC	SCOUTING PROJECTS	6,000
BREAKTHROUGH URBAN MINISTRIES 402 N ST LOUIS AVE CHICAGO,IL 60624		PC	OPERATIONAL FUNDING	15,000
BURBANK CHORALE PO BOX 501 BURBANK,CA 91503		PC	OPERATIONAL FUNDING	10,000
CALIFORNIA LIGHTWEIGHT CREW PO BOX 16000 BERKELEY,CA 94701		PC	OPERATIONAL FUNDING	2,000
CALVARY CHRISTIAN ACADEMY 1017 N SCHOOL STREET NORMAL,IL 61761		PC	OPERATIONAL FUNDING	7,700
CANCER THERAPY & RESEARCH CTR AT UTHSC 7979 WURZBACH ROAD SUITE U6 SAN ANTONIO,TX 78229		PC	RESEARCH	30,000
TAHOE FOREST HEALTH SYSTEM FOUNDATION PO BOX 6571 INCLINE VILLAGE,NV 89450		PC	SNOWFEST SPONSOR	500
CEDILLE CHICAGO NFP 1205 W BALMORAL CHICAGO,IL 60640		PC	OPERATIONAL FUNDING	15,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	1,285,900

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHADDOCK SCHOOL 205 SOUTH 24TH STREET QUINCY,IL 62301		PC	OPERATIONAL FUNDING	52,000
CHICAGO FILM ARCHIVES NFP 329 WEST 18TH STREET 317 CHICAGO,IL 60616		PC	OPERATIONAL FUNDING	20,000
CHICAGO WOMENS HEALTH CENTER 1025 WESST SUNNYSIDE AVENUE CHICAGO,IL 60640		PC	OPERATIONAL FUNDING	1,000
CHILDRENS HOSPITAL OF SAN ANTONIO FOUND 100 NE LOOP 410 SUITE 706 SAN ANTONIO,TX 78216		PC	OPERATIONAL FUNDING	45,000
CHILDREN SERVICE CTR FOR CENTRAL FL INC 808 W CENTRAL BLVD ORLANDO,FL 32805		PC	OPERATIONAL FUNDING	20,000
CHURCHES ASSISTING PEOPLE 206 MAIN STREET CONWAY,SC 29526		PC	OPERATIONAL FUNDING	45,000
CIBOLO NATURE CENTER & FARM 140 CITY PARK ROAD BOERNE,TX 78006		PC	OPERATIONAL FUNDING	10,000
CLINTON COMMUNITY YMCA 417 S ALEXANDER ST CLINTON,IL 61727		PC	OPERATIONAL FUNDING	500
CONVOY OF HOPE 330 S PATTERSON AVENUE SPRINGFIELD,MO 65802		PC	DISASTER RESPONSE	40,000
CORNERSTONE CHRISTIAN ACAD OF MCLEAN CO PO BOX 1608 BLOOMINGTON,IL 61702		PC	OPERATIONAL FUNDING	20,000
DEBBIE TURNER CANCER CARE & RESOURCE CTR 31138 PRESTWICK AVE SORRENTO,FL 32776		PC	OPERATIONAL FUNDING	10,000
DISABLED SPORTS USA FAR WEST PO BOX 8339 TRUCKEE,CA 96162		PC	OPERATIONAL FUNDING	2,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK,NY 10001		PC	OPERATIONAL FUNDING	20,000
EDGEWOOD CHILDRENS RANCH 1451 EDGEWOOD RANCH RD ORLANDO,FL 32835		PC	OPERATIONAL FUNDING	25,000
EXPERIMENTAL SOUND STUDIO 5925 NORTH RAVENSWOOD AVE CHICAGO,IL 60660		PC	OPERATIONAL FUNDING	123,000
<b>Total . . . . .</b>			<b>3a</b>	1,285,900

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FLORIDA ASSN OF CHRISTIAN CHILD CARING PO BOX 8085 SEMINOLE, FL 33775		PC	OPERATIONAL FUNDING	15,000
FOR KIDS FOUNDATION 834 WILLOW ST RENO, NV 89502		PC	OPERATIONAL FUNDING	5,000
GENEVA SCHOOL OF BOERNE 113 CASCADE CAVERNS ROAD BOERNE, TX 78015		PC	OPERATIONAL FUNDING	10,000
GODS WORD FOR THE NATIONS PO BOX 1259 ROLLA, MO 65402		PC	OPERATIONAL FUNDING	500
HARVESTWORKS 596 BROADWAY SUITE 602 NEW YORK, NY 10012		PC	OPERATIONAL FUNDING	10,000
HEIDI DUCKLER CANCE THEATRE 2034 1/2 BEVERLY GLEN CIRCLE 25 LOS ANGELES, CA 90077		PC	DANCE PROJECT	5,000
HILLSDALE COLLEGE 33 E COLLEGE STREET HILLSDALE, MI 49242		PC	OPERATIONAL FUNDING	10,000
INDEPENDENT SHAKESPEARE CO 3191 CASITAS AVE LOS ANGELES, CA 90039		PC	THEATER PRODUCTION	5,000
INNOVATIVE MISSION OPPORTUNITIES PO BOX 84327 PEARLAND, TX 77584		PC	OPERATIONAL FUNDING	12,200
KIDS AROUND THE WORLD 2424 CHARLES ST ROCKFORD, IL 61108		PC	OPERATIONAL FUNDING	20,000
KPFK PUBLIC RADIO 907 PACIFICA FOUND 3729 CAHUENGA BLVD WEST NORTH HOLLYWOOD, CA 91604		PC	THEATER PRODUCTION	5,000
LA STAGE ALLIANCE 4200 CHEVY CHASE DR LOS ANGELES, CA 90039		PC	OPERATIONAL FUNDING	5,000
LIVING ALTERNATIVES 303 LANDMARK DRIVE SUITE 1B NORMAL, IL 61761		PC	OPERATIONAL FUNDING	5,000
LOAVES AND FISHES INC 206 E EIGHTH STREET APOPKA, FL 32703		PC	OPERATIONAL FUNDING	5,000
LOS ANGELES DOWNTOWN ARTS DISTRICT 215 S SANTA FE AVE 8 LOS ANGELES, CA 90012		PC	OPERATIONAL FUNDING	10,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	1,285,900



**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MATTHEWS HOPE MINISTRIES INC 1460 DANIELS ROAD WINTER GARDEN,FL 34787		PC	OPERATIONAL FUNDING	10,000
MEDICAL INSTITUTE 1101 S CAPITAL OF TEXAS HWY AUSTIN,TX 78746		PC	RENT ASSISTANCE	75,000
MEDICAL INSTITUTE 1101 S CAPITAL OF TEXAS HWY AUSTIN,TX 78746		PC	OPERATIONAL FUNDING	25,000
MIDWEST FOOD BANK PEORIA DIVISION 9005 N INDUSTRIAL PEORIA,IL 61615		PC	OPERATIONAL FUNDING	10,000
MIDWEST FOOD BANK PEORIA DIVISION 2005 N INDUSTRIAL PEORIA,IL 61615		PC	CRISIS RESPONSE	25,000
MINISTRY AND MORE INC 1107 WEST EMPIRE BLOOMINGTON,IL 61701		PC	OPERATIONAL FUNDING	17,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 525 W MONROE ST SUITE 900 CHICAGO,IL 60661		PC	RESEARCH	5,000
NATIONAL DISASTER SEARCH DOG FOUNDATION 501 E OJAI AVENUE OJAI,CA 93023		PC	OPERATIONAL FUNDING	14,000
NATIONAL PARK FOUNDATION PO BOX 5018 HAGERSTOWN,MD 21741		PC	OPERATIONAL FUNDING	5,000
NEW HORIZONS FOUNDATION INC 5550 TECH CENTER DR SUITE 303 COLORADO SPRINGS,CO 80919		PC	OPERATIONAL FUNDING	6,000
NEW VINTAGE BAROQUE 209 WADSWORTH AVE 51 NEW YORK,NY 10033		PC	OPERATIONAL FUNDING	5,000
OPPORTUNITY INTERNATIONAL 550 W VAN BUREN SUITE 200 CHICAGO,IL 60607		PC	OPERATIONAL FUNDING	10,000
PASADENA ARTS COUNCIL FBO THE LA FORT 65 S GRAND AVENUE PASADENA,CA 91105		PC	OPERATIONAL FUNDING	1,000
PEP INC PROTECT EVERY PET 408 W ST LOUIS STREET BLAND,MO 65014		PC	OPERATIONAL FUNDING	7,500
PERSHING SQUARE PARK ADVISORY BOARD 532 SO OLIVE LOS ANGELES,CA 90013		PC	EDUCATION PROJECT	50,000
<b>Total . . . . .</b>				<b>1,285,900</b>

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PSIA WESTERN DIV EDUCATION 9709 HWY 267 SUITE B TRUCKEE,CA 96161		PC	OPERATIONAL FUNDING	2,000
RED CLIFF BIBLE CAMP PO BOX 846 PINEDALE,WY 82941		PC	HISTORICAL GRANT	500
RENO IRISH DANCE COMPANY 3005 SKYLINE BLVD SUITE 150 RENO,NV 89509		PC	OPERATIONAL FUNDING	5,000
RITA CANNAN ELEMENTARY SCHOOL 2450 CANNAN ST RENO,NV 89436		NC	SCHOOL PROJECT	1,400
ROBERT MCQUEEN HIGH SCHOOL 6055 LANCER STREET RENO,NV 89523		NC	SCHOOL PROJECT	1,000
ROLLAN MELTON ELEMENTARY SCHOOL 6575 ARCHIMEDES LANE RENO,NV 89523		NC	SCHOOL PROJECT	20,000
RUSSELL HOME FOR ATYPICAL CHILDREN 510 WHOLDEN AVENUE ORLANDO,FL 32839		PC	OPERATIONAL FUNDING	10,000
SALEM4YOUTH 15161 N 400 WEST ROAD FLANAGAN,IL 61740		PC	OPERATIONAL FUNDING	30,000
SAMARITANS PURSE PO BOX 3000 BOONE,NC 28607		PC	OPERATIONAL FUNDING	25,000
SAVE PROTECT FOUNDATION 1025 DWIGHT WAY DAYTON,NV 89403		PC	OPERATIONAL FUNDING	3,000
SECOND CHANCE FOR PETS PO BOX 243 CLINTON,IL 60640		PC	OPERATIONAL FUNDING	5,000
SEEVETERANS - VORTEX THEATER PO BOX 75014 LOS ANGELES,CA 90020		PC	THEATER PRODUCTION	5,000
SHELTERBOX USA 8374 MARKET STREET LAKEWOOD RANCH,FL 34202		PC	OPERATIONAL FUNDING	5,000
SONS & DAUGHTERS OF ERIN PO BOX 10743 RENO,NV 89510		PC	DANCE PROJECT	2,000
SOUTHERN BAPTIST ASSN OF CHRISTIAN SCH PO BOX 1204 WINDERMERE,FL 34786		PC	OPERATIONAL FUNDING	10,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	1,285,900

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHESSKIDZ PO BOX 34722 RENO, NV 89533		PC	WEBSITE DEVELOPMENT	15,000
TEAM RUBICON 300 N CONTINENTAL BLVD STE 150 EL SEGUNDO, CA 90245		PC	OPERATIONAL FUNDING	10,000
UT MD ANDERSON CANCER CENTER DEVELOPMENT OFFICE - UNIT 705 HOUSTON, TX 77230		PC	OPERATIONAL FUNDING	100,000
USO 2111 WILSON BLVD STE 1200 ARLINGTON, VA 22201		PC	OPERATIONAL FUNDING	3,500
WARREN W CHERRY PRESCHOOL 1418 LAKE STREET EVANSTON, IL 60201		PC	OPERATIONAL FUNDING	30,000
WIKIMEDIA FOUNDATION INC 149 NEW MONTGOMERY ST 6TH FLOOR SAN FRANCISCO, CA 94105		PC	OPERATIONAL FUNDING	5,000
WILDLIKE SOS - USA 406 E 300 S 302 SALT LAKE CITY, UT 84111		PC	OPERATIONAL FUNDING	2,000
WOUNDED WARRIOR OUTDOORS INC 1041 CROWN PARK CIRCLE WINTER GARDEN, FL 34787		PC	OPERATIONAL FUNDING	2,500
<b>Total . . . . .</b>			<b>▶ 3a</b>	1,285,900

## TY 2014 Accounting Fees Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,625	813	0	812

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BMO HARRIS EQUITY INVESTMENTS	11,782,703	11,782,703
HARRIS ASSOCIATES	17,471,849	17,471,849

# TY 2014 Other Expenses Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	47	24		23
BOARD MEETINGS	24,452	12,226		12,226
HEALTH INSURANCE	11,247	5,624		5,623
HONORARIUM	2,380			2,380
INVESTMENT MANAGEMENT FEES	156,806	156,806		
OFFICE EXPENSES - BLOOMINGTON	3,397	1,699		1,698
OFFICE EXPENSES - RENO	17,349	8,675		8,674
WEBSITE EXPENSES	300	150		150

## TY 2014 Other Income Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Citigroup Inc Securities	857		

## TY 2014 Other Professional Fees Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATION	1,605	803	0	802



## TY 2014 Substantial Contributors Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Name	Address
Dale Edna Walsh	106 Swede Canyon Boerne, TX 78006

# TY 2014 Taxes Schedule

**Name:** DEW Foundation

**EIN:** 26-2169255

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	66,809			
FOREIGN TAXES	6,171	6,171		
PAYROLL TAXES	4,998	2,499		2,499

**Schedule B**  
(Form 990, 990-EZ, or 990-PF)

**Schedule of Contributors**

OMB No 1545-0047

Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 990, 990-EZ, or 990-PF.**  
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at**  
**www.irs.gov/form990.**

**2014**

**Name of the organization**

DEW Foundation

**Employer identification number**

26-2169255

**Organization type** (check one)

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization  
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**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Dale and Edna Walsh 106 Swede Canyon  Boerne, TX 78006	\$ 350,220	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
2	DEW Building 821 E Southeast Loop 323 590  Tyler, TX 75701	\$ 48,200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
3	DEW Texas Building 821 E Southeast Loop 323 590  Tyler, TX 75701	\$ 72,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

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**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3828 share of Covidien stock	\$ 350,220	2014-06-24
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____

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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____